



Tube Investments of India Ltd.

Dare House, 234, N.S.C. Bose Road, Chennai 600 001, India

Tel: 91.44.4217 7770-5 Fax: 91.44.4211 0404

Website: www.tiindia.com

4th September, 2012

National Stock Exchange of
India Ltd
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051

BSE Ltd
1st Floor
New Trading Ring, Rotunda Building
P J Towers, Dalal Street
Fort
Mumbai 400 001

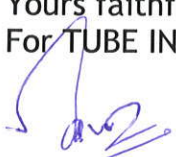
Dear Sirs,

Sub:Acquisition by the Company of 3,60,50,291 equity shares of Re.1/- each, fully paid up, representing 44.12% of the paid up share capital of Shanthi Gears Limited, from its promoters - Disclosure under Regln.29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SAST")

Please find enclosed the disclosure pursuant to Regulation 29(1) of the SAST in respect of the acquisition, on 3rd September, 2012, of 3,60,50,291 equity shares of Re.1/- each of Shanthi Gears Limited, Coimbatore ("SGL") from its promoters, representing 44.12% of SGL's equity capital.

Thanking you,

Yours faithfully,
For TUBE INVESTMENTS OF INDIA LTD


S SURESH
COMPANY SECRETARY

Encl.

Format for disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Shanthi Gears Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Tube Investments of India Limited		
Whether the acquirer belongs to Promoter/Promoter group	No.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Ltd., and National Stock Exchange of India Ltd.		
Details of the acquisition as follows:	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
Before the acquisition under consideration, holding of:®			
a) Shares carrying voting rights	Nil	Nil	--
b) Voting rights (VR) otherwise than by equity shares	Nil	Nil	--
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	--
d) Total (a+b+c)	Nil	Nil	--
Details of acquisition:®			
a) Shares carrying voting rights acquired	3,60,50,291	44.12%	--
b) VRs acquired otherwise than by equity shares	Nil	Nil	--
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	Nil	Nil	--
d) Total (a+b+c)	3,60,50,291	44.12%	--
After the acquisition, holding of: ®			
a) Shares carrying voting rights	3,60,50,291	44.12%	--
b) VRs otherwise than by equity shares	Nil	Nil	--
c) Warrants/convertible securities/any	Nil	Nil	--



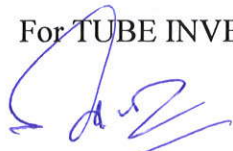
other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition d) Total (a+b+c)	3,60,50,291	44.12%	--
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc)	Pursuant to the Share Purchase Agreement dated 13 th July, 2012 entered into by the Acquirer with the Promoters of Shanthi Gears Ltd.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc	Fully paid up equity shares of Re.1 each.		
Date of acquisition of/date of receipt of intimation of allotment of shares/VR/warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC	3 rd September, 2012.		
Equity share capital / total voting capital of the TC before the said acquisition	8,17,15,853 fully paid up equity shares of Re.1 each aggregating Rs.8,17,15,853/-.		
Equity share capital/total voting capital of TC after the said acquisition	8,17,15,853 fully paid up equity shares of Re.1 each aggregating Rs.8,17,15,853/-.		
Total diluted share/voting capital of the TC after the said acquisition	Not applicable		

@ Mr. V Arunachalam and M/s. Presmet Private Limited (forming part of Promoter Group of Acquirer) hold 2,950 and 6,500 equity shares constituting 0.0036% and 0.0080% of paid up share capital of Target Company respectively. Acquirer along with Mr. V Arunachalam and M/s. Presmet Private Limited holds 3,60,59,741 equity shares constituting 44.13% of the equity share capital of the Target Company.

Note:

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For TUBE INVESTMENTS OF INDIA LTD.



S SURESH

COMPANY SECRETARY

Signature of the Acquirer/Authorised Signatory

Place: Chennai

Date: 4th September, 2012

